

James A. Plemmons (*pro hac vice*)  
Michael C. Hammer (*pro hac vice*)  
DICKINSON WRIGHT PLLC  
500 Woodward Ave., Suite 4000  
Detroit, MI 48226  
Phone: (734) 623-7075  
Fax: (734) 623-1925

Attorneys for Chrysler Group LLC

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11  
: :  
GENERAL MOTORS CORP., *et al.*, : Case No. 09-50026 (REG)  
: :  
Debtors. : (Jointly Administered)  
: :  
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**CHRYSLER GROUP LLC'S WITHDRAWAL OF OBJECTIONS [DOC. NOS. 1640 AND  
1908] AND RESERVATION OF RIGHTS REGARDING CURE AMOUNTS**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Chrysler Group LLC ("Chrysler"), through its attorneys, Dickinson Wright PLLC, states as follows for its Withdrawal of Objection and Reservation of Rights Regarding Cure Amounts:

1. On June 1, 2009, Debtors filed their *Motion Pursuant to 11 U.S.C. § § 105, 363(b), (f), (k) and (m), and 365 and Fed. R. Bankr. P. 2002, 6004 and 6006, to (I) Approve (A) the Sale Pursuant to the Master Sale and Purchase Agreement With Vehicle Acquisition Holdings, LLC, a U.S. Treasury-Sponsored Purchaser, Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (B) the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Other Relief; and (II) Schedule Sale Approval Hearing* (the "Assumption Motion") [Docket No. 92].

2. On June 2, 2009, this Court entered its *Order Pursuant to 11 U.S.C. § § 105, 363, and 365 and Fed. R. Bankr. P. 2002, 6004 and 6006 (I) Approving Procedures For Sale of Debtors' Assets Pursuant to Master Sale and Purchase Agreement With Vehicle Acquisition Holdings LLC, a U.S. Treasury-Sponsored Purchaser; (II) Scheduling Bid Deadline and Sale Hearing Date; (III) Establishing Assumption and Assignment Procedures; and (IV) Fixing Notice Procedures and Approving Form of Notice* (the "Order") [Docket No. 274]. The Order established certain procedures pursuant to which the Debtors were to give affected parties notice that Debtors intended to assume their executory contracts and/or unexpired leases, as well as the amounts that the Debtors believed were required to "cure" defaults under those contracts and leases as required by 11 U.S.C. § 365(b) (the "Cure Procedures").

3. Since then, Chrysler received six (6) untimely *Notices of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto* (the "Cure Notices").

4. Chrysler subsequently filed two objections to the Cure Notices (the "Chrysler Objections") [Doc Nos. 1640 and 1908] with the intent to reserve its rights with respect to the Cure Notices and Chrysler's executory contracts with the Debtors.

5. Chrysler wishes to clarify that it has no objection to the sale referenced in the Assumption Motion and, accordingly, Chrysler hereby withdraws the Chrysler Objections, subject to the reservation of its rights to object to cure amounts proposed by Debtors with respect to each of the six Cure Notices, to object that the Cure Notices were untimely, and to object that Debtors' assumption and assignment of any executory contracts with Chrysler is subject to and

conditioned upon the assumption of those contracts in Chrysler's pending cases under chapter 11  
(*In re Chrysler LLC*, Case No. 09-50002).

**WHEREFORE** Chrysler respectfully requests that this Court deem the Chrysler  
Objections withdrawn, subject to the rights reserved in Paragraph 5.

Respectfully submitted,

DICKINSON WRIGHT PLLC

By: /s/ James A. Plemmons  
James A. Plemmons (*pro hac vice*)  
Michael C. Hammer (*pro hac vice*)  
500 Woodward Ave., Suite 4000  
Detroit, MI 48226  
Phone: (734) 623-7075  
Fax: (734)-623-1925  
Email: [jplemmons@dickinsonwright.com](mailto:jplemmons@dickinsonwright.com)

Attorneys for Chrysler Group LLC

Dated: June 23, 2009